

UNITED STATES BANKRUPTCY COURT  
EASTERN DISTRICT OF WASHINGTON

In re

CASE NO. 24-01421-FPC11

IDEAL PROPERTY INVESTMENTS LLC.

(PROPOSED) ORDER GRANTING  
DEBTOR'S MOTION TO AUTHORIZE  
MERGER OF SUBSIDIARIES  
PURSUANT TO 11 U.S.C. § 363(b)

Debtor.

THIS MATTER came before the court on Debtor’s Motion for Order Authorizing Merger of Subsidiaries Pursuant to 11 U.S.C. § 363(b) (the “Merger Motion”) [ECF No. #], filed by Ideal Property Investments LLC (“IPI” or the “Debtor”). The Merger Motion requests authority for the Debtor to merge into itself, pursuant to applicable state law, any wholly-owned subsidiary of the Debtor pursuant to the Debtor’s business judgment.

The Merger Motion was made pursuant to 11 U.S.C. §§ 105(a) and 363(b), Fed. R. Bankr. P. 2002, 6004, 9013 and Local Rule 9013-1. The Court considered the Merger Motion, the supporting Declaration of Amit Ranade with exhibits (the “Ranade Declaration”), the response, if any, filed by other parties in the case, and the representations of counsel. Based on the foregoing, the Court hereby

## FINDS and DETERMINES that:

A. The Court has jurisdiction over the Merger Motion pursuant to 28 U.S.C. §§ 157 and

## ORDER AUTHORIZING MERGER OF SUBSIDIARIES - 4

DBS | LAW

A Professional Limited Liability Company  
155 NE 100<sup>th</sup> Street, Suite 205 Seattle, WA 98125  
~~(206) 489-3802~~ | f: 206 973 8737

1 1334, and this matter is a core proceeding pursuant to 28 U.S.C. § 157(b). Venue is proper  
2 under 28 U.S.C. §1408.

3 B. As evidenced by the declaration of service filed on {date} [ECF No. #], the Debtor  
4 provided proper, timely, adequate and sufficient notice of the Merger Motion and hearing in  
5 accordance with 11 U.S.C. §§ 102(l) and 363, Fed. R. Bankr. P. 2002, 6004, 9013, and Local  
6 Bankruptcy Rule 9013-1.

7 C. Approval of the merger of wholly-owned subsidiaries into the Debtor, based on the  
8 Debtor's business judgment with respect to net benefit of such merger to the Debtor's  
9 bankruptcy estate, is in the best interests of the Debtor, its creditors, the bankruptcy estate and  
10 other parties in interest.

11 NOW, THEREFORE, it is hereby ORDERED that:

12 1. The Merger Motion is GRANTED.  
13 2. Debtor is authorized to merge any of its wholly-owned subsidiaries into the Debtor  
14 where the Debtor determines in its business judgment that such merger will provide a net  
15 financial benefit to the Debtor's bankruptcy estate, accounting for all costs associated with such  
16 merger as well as the value of assets and liabilities to be assumed by the estate through such  
17 merger.

18 3. Upon effectuating any merger pursuant to this order, the Debtor shall file a notice  
19 with this court, to be served upon all parties receiving ECF notice in this case as well as all  
20 known creditors of the merged subsidiary, indicating the date of the merger and identifying all  
21 of the assets and liabilities brought into the estate.

22 4. Concurrently with the notice required by paragraph 3 above, the Debtor shall also  
23 upload a proposed order setting a claims bar date for all creditors of the merged subsidiary to  
24 file proofs of claim, with the bar date set at least 30 days from the date of the proposed order.

1       5. Concurrently with the notice required by paragraph 3 above, the Debtor shall also  
2 amend its schedules to include all known creditors and assets associated with the merged  
3 subsidiary's inclusion in the Debtor's bankruptcy estate.

4

5                    /// END OF ORDER ///

6       Presented by:

7       DBS LAW

8

9       By /s/ Dominique R. Scalia  
10      Dominique R. Scalia, WSBA #42412  
11      155 NE 100<sup>th</sup> Street, Suite 205  
12      Seattle, WA 98125  
13      Attorneys for Debtor